

**SPECIAL MEETING
BOARD OF MAYOR AND ALDERMEN
(PUBLIC HEARING - REZONINGS)**

August 27, 2001

6:00 PM

Mayor Baines called the meeting to order.

Mayor Baines called for the Pledge of Allegiance, this function being led by Alderman Vaillancourt.

A moment of silent prayer was observed.

The Clerk called the roll. There were eleven Aldermen present.

Present: Aldermen Gatsas, Levasseur, Sysyn, Pinard, O'Neil, Lopez, Shea,
Vaillancourt, Pariseau, Cashin, Hirschmann

Absent: Aldermen Wihby, Clancy and Thibault

Mayor Baines recessed the special meeting in order to allow the Committee on Administration to proceed with its meeting.

Mayor Baines called the meeting back to order.

Mayor Baines advised that the purpose of the special meeting was to hear those wishing to speak in favor of or in opposition to proposed Zoning Ordinance changes; that the Clerk would present the proposed Zoning Ordinance changes for discussion at which time those wishing to speak in favor would be heard, followed by those wishing to speak in opposition; that anyone wishing to speak must first step to the nearest microphone when recognized and recite his/her name and address in a clear, loud voice for the record; that each person would be given only one opportunity to speak; and any questions must be directed to the Chair.

The Clerk presented the proposed Zoning Ordinance changes:

"Amending the Zoning Ordinance of the City of Manchester by making the following changes to the map and text as follows:

- 1) on the zoning maps, extend the R-SM (multi-family) zoning district to include Lot 17 and the remaining portion of Lot 8 on either side of Countryside Boulevard west of Hackett Hill Road, in an area currently zoned R-S (single-family);

- 2) on the zoning maps, extend the B-2 (general business) district southerly to include the remaining portions of two lots on Loring Street and two lots on Faltin Drive, in an area currently zoned IND (general industrial);
- 3) in the text portion of the ordinance, amend Section 6.07 Table of Dimensional Regulations by changing under the Height column "35" (feet) to "45" (feet) in the line for R-SM - Residential."

Mayor Baines requested Robert MacKenzie, Director of Planning, to make a presentation.

Mr. MacKenzie stated I will try to keep my comments brief, the Board has seen this particular presentation in August, this is a second public hearing on the same items and I was going to do all of the three items right now and then see if you have any questions from me. I know that the applicants and their attorneys are here to also provide additional information. This first rezoning request is in the Hackett Hill Road area. On this particular map, just to orient you, on the right-hand side is Hackett Hill Road and in this dashed area here is Countryside Village...that was built several years ago roughly 440 dwellings units in apartment style projects. Also currently built up Countryside Boulevard is Hillcrest Terrace. It is one large assisted living elderly project. The property in question is here...Lot 17 and a portion of two other smaller lots. The owner is actually a combination of the two hospitals, its goes by various names (Alliance Resources is the most common) and I will use that. Alliance Resources is intending to sell a larger area as you can see here including roughly 110 acres and a 21-acre area to a developer for housing and that would include multi-family housing and single-family housing. All of the area to the north of Countryside Village is zoned appropriately...RSM is Residential/Suburban/Multi-Family. The area under question is a parcel...again, a couple of parcels totaling roughly 21 acres the largest being 18.5 acres, the so-called Lot 17. The request is to change that from RS zoning which is single-family homes on a little bit less than one-acre lots to RSM which allows single-family homes and multi-family homes. I would note that these two parcels were areas identified in the City's Consent Agreement to purchase the property, if possible, for preserve. The City has been pursuing that, in fact recently the City conveyed to the Nature Conservancy a larger parcel to the south, part of UNH roughly 343 acres and that's the largest chunk to be included in the preserve. The City has negotiated to potentially purchase this larger piece here and has also looked at acquiring this piece although the owner to this point has not indicated a willingness to sell that piece, they felt it important to go with the balance of the project. So, we are hoping to acquire this property just under 143 acres. We have requested, there have been presentations made to the Board, but not a formal application. We, as staff, have requested some information...particularly traffic impact study and economic impact study primarily as it relates to the school impact. This is a proposed rather large development, I know the developer is here to go into any detail. So, that is all I was going to discuss on the Hackett Hill rezoning. Would the Board like me to continue on and just present the other. Thank you, Mr. Chairman. The second main petition is to rezone roughly 4.5 acres in south Manchester from an IND, which is an (Industrial) zone to a B-2 (General Industrial). You see here on the map South Willow Street is in this location. This is the larger...the larger building here you can see is Ozram, for your information. This line goes along the old B & M Railroad tracks, the old Lawrence Branch. The area requested for rezoning is in behind. If you're familiar with A

Market that's located right here so it would include a portion of two lots on Loring Street and then two larger lots here on Faltin Drive. Again, roughly 4.5 acres. It's an extension of the Business zone (B2) as you can see here goes up South Willow and extends out to the railroad tracks. They're requesting that it be extended into this Industrial zone. We have spoken with the consultant and he indicated he'd be willing to share his conceptual plans for this area, he would be coming to the Planning Board with these plans in the next couple of months, but just to give you an idea of what generally the project looks like...and again to orient you this plan is a little different orientation than the last plan...South Willow Street here is on the bottom, this large vacant site or appearing vacant is actually the U-Haul facility and over to the right Lingard Street and the railroad track the old right-of-way is located here.

Alderman Levasseur interjected, Mr. Chairman, can I speak first. I would wonder, Mr. MacKenzie, if it would be possible that we would go with one...hear from the people and then go to the next one instead of doing them all at the same time because I think it's starting to get to be like you're convoluting all of these at one time. I'd like to hear from the people who are for or against the first one we went with and then let's move onto the second one, is that possible we could do that.

Mr. MacKenzie replied it's up to the Board. The last time I did them all together.

Chairman Cashin stated if that's the will of the Board that's the way we'll do it.

Alderman Levasseur reiterated I'd just like to keep them less convoluted...there's so much information coming at us at one time I'd like to hear from the people who...the first parcel talk to them and then maybe make a decision on whether we're going to hear...we're not going to make a decision today anyway, but I'd like to keep them separate from each other.

Mr. MacKenzie replied okay, fine I will hold off on the Shaw's rezoning, I would note of the two rezonings before us, of the three before us two are related. One is the actual change to zoning map on Hackett Hill...related to that the applicant has requested an increase in the height of multi-family buildings from 35 to 45 feet, it is the same applicant and it's just that those two perhaps could be discussed together. If we're going to go one at a time that's all that I had to present.

Chairman Cashin called for those wishing to speak in favor or opposition to Items 1 and 3 relating to Countryside Boulevard west of Hackett Hill Road.

Attorney Daniel J. Callaghan, 111 Amherst Street, Manchester, NH [representing Hackett Hill Real Estate (owner) in favor] stated:

I represent the owners of the parcels on the screen. The legal entity that owns those two parcels is Hackett Hill Real Estate Development Company, LLC a Limited Liability Company. The two members of the LLC are the Elliot Hospital and Alliance Resources. Alliance Resources is

an affiliate of Catholic Medical Center. The LLC was created pursuant to the Disaffiliation Orders in the Probate Court in Hillsborough County as a result of the hospitals disaffiliating. During the time when the hospitals were operated under Optima the entire parcel had been acquired by Alliance Resources. There are approximately 425 acres of real estate in the area. The property has been resubdivided by the Planning Board in March of this year to accommodate the understandings that were anticipated in the Probate Court process. The lots that are currently owned by Hackett Hill Real Estate Development Company showing on the plan and moving from right as on the screen to the left are the small Lot #5 which is along Hackett Hill Road bounded by Millstone Avenue. It consists of approximately 6.5 acres of real estate, the next parcel moving to the left is Lot 8 and consists of approximately 110 acres of land and that's bounded by Millstone, Countryside and Hillcrest Terrace. Moving again to the left is Lot...moving south from Lot 8 is Lot 17 which is the lot that we're discussing now, that consists of approximately 18.5 acres of real estate and Lot 7 is to the right of Lot 17. Those four parcels are the parcels that are owned by Hackett Hill Real Estate Development Company, LLC and are under agreement with the developer who I'm sure will be speaking after me. In addition, Hackett Hill owns Lot 15 located south of Lot 17 and that's about 142.5 acres of real estate undeveloped and is under discussions with the City of Manchester with regard to acquisition to remain in conservation land. We are in support of the application for rezoning, it's part of our agreement with the Purchase and Sales Agreement. There is one more lot shown on that plan and that is Lot 16. Lot 16 is owned by Alliance Resources. As part of the Disaffiliation process Alliance intended to acquire some property adjacent to Hillcrest Terrace for purposes including possible expansion of Hillcrest Terrace...their other development that may occur out there. At present, there are no plans to develop Lot 16, there are no plans before the board. I would point out that Lot 17 in an early iteration before the Planning Board at the end of last year was a triangular piece that the point of the triangle cut deep into Lot 15; that was adjusted after there was a determination made that that Lot 17 may impact some of the conservation land to a greater degree, so it was sort of made into this kind of a rectangle for that purpose. There has been some discussion recently about Lot 17 and whether or not that could be acquired by the City. For the record so that everyone is clear we had a meeting at my office in June of this year after we entered into the agreement with the Waterford Group for the purchase of Lots 5, 7, 8 & 17. Present at that meeting included representatives of the City Planning staff, City Environmental Protection Division, the City Economic Development Division, the State of New Hampshire Department of Environmental Services and the Nature Conservancy. In addition, representatives from Hackett Hill Real Estate Development Company and the developer were present. The question was asked if Lot 17 was available, we advised the group that Lot 17 was already under agreement with the developer and was, therefore, not available for purchase. The developer did present some of his ideas with regard to the possible development of that property and discussed it and spent a considerable amount of time with regard to the parties that were present there. As I understand and the developer can respond more clearly to their plans. We understand that Lot 17 is important to this development. If in effect Lot 17 was not acquired and the development did not go forward there would be concerns about the continued dealing with Lot 15. The reason being that we advised at this meeting in June of this year to the people

present that Lot 15 would be transferred to the City at the same time the balance of the project was transferred to the Waterford Group. So, it is our view that if the Waterford project does not go forward we would not be in a position at this time to commit to dealing with Lot 15 and I'd be glad to answer any questions...that's the extent of our presentation on behalf of the owner.

Mayor Baines asked are there any questions from members of the Board.

Alderman Pariseau stated I just want to make sure that from the last public hearing...the one that was shortened because of no time...I would hope that the testimony presented at that hearing be maintained for the record.

Clerk Bernier replied yes.

Attorney Henry Stebbins, 66 Hanover Street, Manchester, NH, stated:

I'm just going to put some plans out here that will help us describe the project and its integration with the City's plans for the development of Hackett Hill and obviously I'm sorry Aldermen, I'll hold this one up and we'll move it around so we can all see it. It's in your packet and what this plan shows is the City's land that it has acquired from UNH based on its master plan, the development of that property, the proposed conservation area that the City has proposed under its consent decree with the Conservation Society to acquire and make part of the conservation land here and the proposed development of luxury or high-end housing on a portion of the remainder of the hospital's land. Let me do this again so you can all see it. This is the land that the City acquired from UNH for development and the dark green areas in here are the areas the City has agreed to dedicate to conservation use. The other areas, the other areas shown as developed in the light green areas are the areas that the City hopes to develop for research and development and industrial uses. What we're talking about here is 143 acres approximately of conservation land that if this rezoning goes through and if this project is built will be sold to the City and become part of that overall conservation area and a new exit and entrance from Route 293 that will go down here which will capture the majority of the traffic that flows down here. So, that's what this plan shows and we think that's important to the discussion tonight because it is an integrated plan that works together with the City's plans. The area to be rezoned is approximately 19 acres. If Lot 15, the 143 acres that the City would like to buy from the hospitals is acquired and dedicated to conservation use this approximately 19 acres would be a funny looking spot zone in between a substantial portion of conservation land and a substantial portion of RSM land. We have committed that this land will be developed into no more than 38 single-family lots and the covenant will go on the land at the time of the sale from the hospital to the developer agreeing to that. That there had been some concern about this particular 19-acre parcel being developed for apartments. We want to assuage the Board of that concern there will not be such a development. What we have tried to do, as I said earlier, is work with the City in its plans and its concerns. This project, if built, will provide approximately 500 housing units, 382 of those will be apartment units. They will be upper end units, one and two bedroom units, which will rent in a range from \$1,200 to \$2,000 in today's dollars. I mention this because one

of our big concerns has been the schools. Any new housing may affect the school system, which in some cases is overburdened. In our planning we've tried to do two things to avoid that. One is we've done a remarkably low-density plan. For example, the apartment units that are proposed for here will cover 18 percent of the land on the lot on which they will sit. Whereas the City ordinance would allow them to cover 60 percent. The apartments will be upper-end as I spoke about, we do not yet have the school study, but the other apartments in this range in this area in the Bedford-Manchester area have remarkably few children unlike apartments which are intended for lower-incomes and middle-income families. It is anticipated, based on other apartments of similar rentals that in these 382 apartments we have between 30 and 35 school age students, that's it. So, we're trying to keep through low-density and through raising the rates keep the school age problem down. The other thing we're trying to do is work closely with the City in contributing to the infrastructure that it needs to develop its industrial land. In fact, it's estimated right now and I think you'll find this in your handout based on our discussions with the Highway Department, Water Works and other departments...the Fire Department that there will be a \$2 million contribution to the City arising out of this housing project; that is far and away the largest contribution that has ever been made to city infrastructure by any developer in this City. What it will allow to happen is the base infrastructure...a substantial portion of the base infrastructure to be paid for that is going to be the basis of your future development. I think that's very significant. Now, we say why do we bring in this whole plan when we're talking about an 18-acre rezoning. Well, we bring it in because it is a key component of the overall project. To make this use at the density levels that we want we need frankly, those extra...I believe it's about 20 lots that come from this rezoning. At the Planning Department one of the Planning Board members expressed concern saying well, we're worried about density and the net effect on density if this goes through, if the zoning goes through and the land gets sold to Waterford they'll be a five-year built out that will have no more than 38 lots on that 19 acre parcel. If it doesn't go through and if Lot 15 is not sold to the City for conservation land then there can be up to 90 houses built on those combined lots. So, from a density point of view we're substantially decreasing the combination of land going to conservation and our commitment not to built multi-family on it is substantially diminishing the potential density, the potential City service expense that's going with it. That is what this rezoning will be allowed to do. What else does it do...from a good planning point of view as you'll see from the plan that Mr. MacKenzie put on the Board this is sort of a funny zone. There is an RS zone that goes over and squiggles across two different, three different properties...each one of these lots is divided in the zone rather than have the lots be in one zone or the other and it squiggles across two sides of a road. As the representative of the hospital said in the redrawing of these lots it had been intended that this lot be a uniformed zone with the other lots and in fact at the meeting where there were recommendations on the exchange of the zoning if you go back to those minutes and we'd be glad to provide them to you one of the recommendations that was made by the hospital was that those be a uniform zones by lots and it was a recommendation that was supported by the Planning staff and somehow didn't get into the zoning. So, we think we're correcting what was an oversight, we think we're avoiding the City having a spot zone which would be illegal and we think we're keeping a very good project and a synergy with your very

good project. A project that's very important to the economic future of this City. We'd be glad to answer questions.

Alderman Lopez stated I've got a couple of questions...there is so much you've transpired in five minutes I wish I had a list of the things that you said in front of me, but I want to clear up in my own mind that you stated in the letter that the RSM was inadvertently not included and I'll get to Mr. MacKenzie later on...but, do I understand your letter here...in Lot 17 being requested for rezoning...on that lot you can build right now, as it is, what can you build on that lot.

Attorney Stebbins replied we estimate based on the current zoning and the size of the lot and putting roads in, we estimate that we could build 14 house lots.

Alderman Lopez asked that still leaves what 143 acres (preserved).

Attorney Stebbins replied if we were to not build, if there was no development on Lot 15 which is the 143-acre parcel it's just on Lot 17 the area that's crossed off here.

Alderman Lopez stated 14 houses on Lot 17. Now, you mentioned \$2 million, can you go over that figure again what is that going to do for the City.

Attorney Stebbins replied that will be the developer's contribution to off-site infrastructure improvements in this area. It will include upgrades of the sewer, upgrades of the water, it will include a substantial Fire Department upgrades and it will include school contributions.

Alderman Lopez asked how much in addition to the \$2 million will it cost to do everything in that particular area.

Attorney Stebbins replied those are the costs of the improvements that are required. The cost of the improvements for the sewer, we are contributing the full cost. The cost of the improvements for the water system we are contributing a substantial portion of that cost.

Alderman Lopez asked what does that mean.

Attorney Stebbins replied there has to be a water tower built up here and the water tower is based on the potential build out...the reason for the water tower is the potential build out of other property up there from the property that is going to continue to be owned by the hospital and the agreement that has been reached with the Water Department is that we would contribute a substantial portion of that and the hospital would contribute the other portion, so our contribution is in excess, I believe, of 50 percent of the water tower cost and the hospital will contribute the other 50 percent.

Alderman Lopez asked are the decisions going to be made before we finalize and vote on this.

Attorney Stebbins replied the process we are now going through involves Planning approval, which we've commenced the process with. We had our first public hearing with the Planning Board. Alderman Sysyn was there as the representative on the Board. At that time we reviewed in substantial detail these types of things but we also went over the additional land that we are going to contribute to conservation. We had talked about traffic, we talked about how that would flow and I'm glad to talk about those in more detail here. What we are asking is that this Board rezone this 19 acres at this time so that the transaction can go through in which we can (a) buy the hospital's land that we're going to be developing and then the hospital can sell its land to the City for contribution to conservation land. Without rezoning that will not occur.

Alderman Gatsas asked, Attorney Stebbins, can you tell me why the irregular shape of Lot 17, why wouldn't they just have brought that bottom line straight across, why does it head east.

Attorney Stebbins replied there is a big wetland area in there and that was intended to be tied to the conservation land. This map was recently redrawn, this lot, Alderman Gatsas, with the intention of separating the valuable land for conservation and putting it in the 143-acre parcel and leaving the less valuable highland in what results as Lot 17.

Alderman Gatsas stated Lot 16 is still owned by the hospital.

Attorney Stebbins replied Lot 16 is still owned by the hospital, yes and will continue to be owned by the hospital.

Alderman Gatsas asked the density on that is...

Attorney Stebbins replied they are RSM zoned and it could be developed as single-family lots or multi-family.

Alderman O'Neil stated, Attorney Stebbins, I'm not sure I understood you right you talked about sewer and water improvements, but you did mention something about fire protection.

Attorney Stebbins stated in meetings with the Fire Department we have agreed to not only some of the details of the development to assure good fire access, but also the fire impact fees which will assist with the construction of a new substation, as I understand.

Alderman Hirschmann in referenced to a communication stated Bob MacKenzie's Planning staff would recommend that a Traffic Impact Study and a School Impact Study be made available to the Committee on Bills on Second Reading prior to final recommendation. Now, the problem that I have as the Ward Alderman, Mr. Stebbins, is that Northwest Elementary is already 200 kids plus over capacity, it's built for 500, there's 700 plus kids, they put a portable trailer in the parking lot so that the neighborhood doesn't look good anymore and now you're going to

propose 500 units of apartments and single-family homes. We're going to need another school. I don't need a study to tell you that.

Attorney Stebbins stated we are really working that issue, we understand that to be a major issue, we're concerned about it. As I've said in our planning we've looked to decrease density from what is permitted...in 1985 this particular area of land was approved for one thousand units of residential development and we're talking about half of that now. It was over 1,000. There was a total of 2,600 basically for the land that the hospital owns now. What we are doing is a thorough School Impact Study as part of the Economic Impact Study. It is our understanding from our analysis, at this time, that there will be sufficient seats in the City schools...not in Northwest Elementary perhaps, but in the City's schools at the levels that this will be impacted for these students, that no new schools would be required. We do not have the impact study now, it will be prepared in the second or third week in September at which time will be delivered to Mr. MacKenzie...the Traffic Study will be delivered about the same time. Mr. MacKenzie has met with the traffic engineer to make sure that we're working on that. We share those concerns and frankly if the school impact is too great the Planning Board is going to have the same concerns that you have. The effect of this rezoning on that is minimal and let me tell you why. What we're talking about with this rezoning, with this particular rezoning, Alderman, is a difference between 38, which we committed to, and 14, 24 homes. If the rezoning does not go through one of the things that can happen is that that whole area that is now Lots 15 and 17 can be developed into approximately 90 single-family homes, the net effect is to decrease the potential development by about half.

Alderman Hirschmann stated the thing that has been said over and over and it kind of leaves a bad taste in my mouth, Mr. Stebbins, is that that piece that the City is very interested in in conservation is tied to the rezoning...over and over and over. You're holding this over our heads, we have to do this or else; that's not the way to do business with the City of Manchester, I don't think this is right. We just did this six months ago, this whole Board unanimously passed the City's Zoning Ordinance and this was not brought up and now the carrot is being held over our heads...we will not get A if we don't give B. I don't think it's right...and I'm going to say one more thing. I want the Chairman of the Board, Alderman Cashin, to recuse himself from all deliberation of this because he sits on the hospital board.

Alderman Cashin replied I have not intention of participating.

Alderman Hirschmann stated thank you, Mr. Chairman.

Mayor Baines asked, Mr. Stebbins, will you please respond.

Attorney Stebbins replied I would like to. Alderman, life is a series of negotiations and I don't need to tell you that. What the hospital is proposing to do is to sell 143 acres to the City at a price that says that none of the land is that developable; that's the deal the hospital...that the

City has gone to the hospital and negotiated. The City does not have a right to that land, the City can not probably and the Solicitor can address this if you'd like take that land by eminent domain for what it wants to. It needs to negotiate with a private entity to buy that land and it has and what the entity has said is we will sell you all 143 acres as if none of those acres were developable property and that's how we'll price it. If we can get the economic benefit of selling the other lands to Waterford at the higher price they've negotiated to pay and the reason for that is that the balancing of the big buck that is paid by Waterford allows the hospital to sell the important conservation land to the City for a significantly lower price than what we would otherwise go for. So, is it being held over your head, no. There is an economic deal here that's been structured. The economics of the deal are that the hospital needs a certain return on an investment it made.

Alderman Hirschmann asked who has that been presented to if I could ask. Who knows how much of a savings we're going to get. We're not privy to...

Attorney Stebbins replied the preliminary negotiations, the negotiations to date which include a price and the land subject to this land transaction going through have been negotiated and I believe Jay Taylor has been privy to them, I know Mr. MacKenzie is familiar with them. There is something that has gone a long way down the road and perhaps the people that have been directly involved in those negotiations...

Mayor Baines asked, Mr. MacKenzie, would you like to speak on this issue.

Mr. MacKenzie stated the direct discussions have been between Jay Taylor and the property owners, I have been aware of it there has been an appraised value of the property, the Board several years ago as part of the Consent Agreement with the EPA and the State DES indicated that the City should pursue purchase...or make a good faith effort to pursue that and the City has. We do have what I considered a very good value on that particular Lot 15 at a price, I guess I can mention it of roughly \$385,000 which is an appraised price assuming that it would be a relatively non-developable parcel of land.

Alderman Gatsas asked, Hank, the transfer that is going to happen on 15, is that happening from the hospital group or from Waterford. The reason why I'm asking is to make sure there is no tax implication of why we're getting such a good deal because somebody is giving us a piece of property at a lesser value which means the tax implication reverts back to whoever has given it to us and I assume the hospital's a non-profit...

Attorney Stebbins replied the hospital is not giving it to you, the hospital is selling it to you for a value that makes a very significant assumption, Alderman Gatsas, which is that none of that land is developable.

Alderman Gatsas stated so it is the hospital that's going the transaction and not Waterford.

Attorney Stebbins indicated the hospital is conveying that land, not us.

Alderman Lopez stated I'm just a little confused and maybe Mr. MacKenzie can help me...this has been talked about so much and I thought that the wetland area, preserve area was given to the City...now I find out that we are going to buy it and I sort of have to agree to a certain extent with Alderman Hirschmann that they're taking Lot 17 and holding it over our heads and maybe not sell us the land and then the fact that...not all of the facts are not on the table and that is where I have a problem of voting yes or no when the time comes and I hope all of the facts are on the table when that time comes and I have brought this forth on these amendments of the zoning that we just passed six months ago. As a matter of fact in February. Of the procedures and everything that's suppose to take place and I've discussed this with Bills on Second Reading and I'm not going to get into it but Article 16 of the amendment...16.01, .02 and .03...Mr. MacKenzie is well aware of it and he finds himself...now that he's been appointed to make sure that all of these things are done and I can see why his recommendations...under 16.02 the requirements for initiation of amendment the word "shall..." and there's seven criteria's that should be met. Now, we sit here and we don't have two or three pieces of the puzzle and I hear other things that are done at the Planning Board that the full Board is not aware of. I'm just afraid of only one thing that as we go through this process and at some point we say yeah, go ahead and rezone it and at that point and I ask Mr. MacKenzie this are we going to know all of the details of the contracts, the agreements, the cost of school studies...I have some documents that we were provided before such as cost of new single-family housing...this was out in Oregon it cost \$24,000 for school, sanitary, transportation and so on and in another area over \$11,000...I think you have these statistics and data that you can provide us...what it cost in the City of Manchester, who's going to pay for this...maybe you can bring us to date as to when it goes back to Bills on Second Reading is all of this data going to be provided so that before it comes to the full Board and the negotiations between the two hospitals and the City and what we're going to pay from A to Z without all of these wrong documents.

Mr. MacKenzie replied the Planning Board is charged with looking at all of the nuts and bolts of a particular project...how it works...the drainage, the access, the utilities...they'd be the ones to really look at all of the specific details. There is no process per se to indicate to you what the impacts would be on schools, for example, is there enough room in the public schools to accommodate this project and I think that's one of the reasons we wanted to see that impact study because there was a lot of rumors flying around about what the capacities are, how much room is in the schools, we wanted to get the facts on the schools...that is perhaps the area that has the most latitude in terms of what the impact would be. You do have to remember that some of the school areas, for example, the elementary school enrollments are declining and the middle schools have peaked. There are some issues clearly at the high school level particularly at West High School, but we wanted to get that information on how many kids will be coming out of this project, whether there is room in the schools, what would the costs, for example, to expand

capacity to absorb that impact and that's why we have talked to the applicant and the applicant is willing to provide that information.

Alderman Lopez asked is there a fee for this application asking for rezoning and has it been paid.

Mr. MacKenzie replied there is a charge for the public notice, there is a request in that has been requested of Bills on Second Reading to set a fee for rezoning, I know Alderman Shea has talked about that, there has been no action on that but the Board could access...for this particular project the only fee has been the newspaper notice. When it does get to the Planning Board there is a thoroughly significant fee for an application on this project to the Planning Board.

Alderman Levasseur stated I remind the Board that when we passed the Zoning it was one thirty in the morning after one of the most emotional nights this Board has ever had since I've been on Board. I really have a problem with this for one reason. I very much want to see new houses come in, the prices are going up, there's no place to live...we all agree that we need more affordable housing in this City, that is one thing we all want to see. What I have a problem with is the process. There are people sitting out here that are saying to themselves okay, we're going to get one shot at this right now, we've got a public hearing but they don't know the impacts on the schools, they don't know the impacts on traffic, so we're going to go through this and then we're going to have to go through this again. Attorney Stebbins time is money, I know that your time is very valuable and it's costing somebody some serious money to have you here representing them. It seems to be that it would be more prudent for all of us here that you went through the Planning Board first and said okay, do you guys believe this in concept...I've been to Planning Boards, people come in front of the Planning Board they propose their first original ideas and then they say we agree with this in concept, come back with some more definite plans and they ask their questions. This Board right here...we're about to change the zoning, I think we should know from the Planning Board's point of view what they think of this project. If they said hey, we've looked at the impact, we've looked at this...then it came back here I think it would be a more appropriate way to get this done. Don't you think that it would be procedurally better to do it that way?

Attorney Stebbins replied I understand exactly what you're saying and obviously the best thing is for us to have all of the final information, present to you for you to make a decision and we would have liked to have done that. There are two processes involved though. The first is the rezoning and the second is the planning process. Because these people here if they have concerns about traffic or drainage do not just have one bite at the apple. This rezoning is a prerequisite for the deal to go through at all. If the zoning doesn't go through the developer will not continue to spend the hundreds of thousands of dollars, as you mentioned, that are required to bring it through the full Planning process.

Alderman Levasseur stated let me interrupt just because you're right on my point. If it went to the Planning Department for the Planning Board and they said yeah, this is great, we love it then wouldn't you be...you still have to go through that process with them also, so...

Attorney Stebbins stated frankly the answer is if we can't get a rezoning we're not going to spend the hundreds of thousands of dollars.

Alderman Levasseur asked what if you got the rezoning and then the Planning Board shot it down.

Attorney Stebbins stated that is the next step in the process.

Alderman Levasseur stated it's still the same process you still need both...both heads have to meet...

Attorney Stebbins replied absolutely and they'll be public hearings in front of the Planning board. So, they will have an opportunity...all of these people have an opportunity to come and to complain when they have a more detailed plan, the Alderman frequently come to these Planning Board meetings and discuss...especially Mr. Hirschmann and his district...he will be very interested in this and we will provide him with information as we will the rest of you but for us to get this project started we're talking about rezoning 19 acres of land that if it's not rezoned and the conservation area does come, it becomes an awful funny little spot zone. We're not talking about a requirement about rezoning all of the land. Frankly, what can happen now is if this developer or another developer says I want to develop this to maximum density...at the present time for the apartments, for example, what's allowable under the law you passed that night is for us to develop 46 acres of what we're setting aside for apartments. At the present time, we're only talking about developing 30 of those acres and giving the remainder of the land as conservation easements. So, what could happen if you translate the difference in acreage, another developer comes in here, he can put 240 more units than we're proposing in there. As I said this was approved for more than 1000 units. What we are trying to do is work closely with the City and do it. Unfortunately, it's going to cost us hundreds and thousands of dollars to get to the end of the Planning process. There is a lot of detail in there and engineering and traffic studies and school studies and architectural design and we will not spend that money if we know we're not going to be able to do it, unless we know that the zoning is right for us to do the project.

Alderman Levasseur stated you've already spent obviously a serious amount of money getting to this point right here. The only thing I'm asking you is if we change the zoning the Planning Board says no, the rezoning doesn't then automatically revert back to its original zoning, is that correct, it would stay the same.

Attorney Stebbins replied it would stay as RSM once the zoning has been change, now this Board could change it back which is certainly within its power.

Alderman Levasseur stated I'm seriously questioning you...if you had your druthers which way would you rather see it, would you rather see it come to the Planning Board or is it more that you're worried about the fact, yeah the Planning Board may say yes and then you've spent all of that money to get that to that point and then you come here and you say no. So, from a money point of view, from the amount of money that has to be spent this is the process.

Attorney Stebbins replied yes.

Alderman Levasseur stated I can understand that.

Mayor Baines stated I understand it a little better because of that questioning as well.

Messrs. Nicholas Lazos and Peter D'Amato, 66 Hanover Street, Manchester, NH:
Developers in favor of rezoning indicating Attorney Stebbins has spoke on their behalf.

Cynthia Carlson, 150 W. Clarke Street, Manchester, NH, stated;
I would urge you to vote against rezoning of the parcel south of Countryside Drive from RS to R-SM for many of the reasons that you've mentioned tonight because of the impacts on the schools, the environment/traffic has not been presented and the studies are not due until September...it seems silly to vote on it before the studies are done. Second of all because the City's own Master Plan names this particular area as important for preserving. In the Master Plan that was adopted on November 10, 1993 on page I-19 it says that "this area of Manchester (Cedar Swamp) is an area of vital concern that merits attention and should be preserved." Rezoning it to allow for a higher density doesn't seem as though it's following through with those concerns that you had at this time and that are stated in the Master Plan. I think housing is very important to the City but I think the difference of 22 houses won't make or break the housing situation in Manchester and if the project is not economically going to work without those 22 houses seems to me they could charge more for the houses so that it would work. There's housing projects going all over the City and they are economically working. So, it seems like they could work that out. And lastly, as Alderman Hirschmann brought up not selling the 143 acres to the City for a fairly assessed price, which has been done, seems as though it is sort of a threat. Since the City is paying a full fairly assessed price, it should be considered separately and the new owner of that property whether it's the City or whoever it is should be able to do whatever they want with that property be it for conservation, for instance, and have that be considered separately from the density of this property. I don't think that the density of Lot 15 should have any impact on the density of Lot 17. Thank you.

Bill Dodd, 181 Mammoth Road, Manchester, NH, stated:

I just want to echo a little bit on Mr. Hirschmann's comments. I brought this up probably golly a good eight or 10 months ago about the extra acreage that the City was supposed to be negotiating on for the conservation easement and correct me to make sure I heard things right in the back of the room here...the City acquiring that 142 acres is contingent upon this rezoning going through, is that correct.

Mayor Baines replied that is what we heard.

Mr. Dodd stated Mr. MacKenzie back last winter was talking to me about this when I first brought this up and he was telling me that it was part of the original deal with EPA several years ago that the City would negotiate in good faith to acquire additional land for the conservation area up there and if Optima Health is holding this parcel over the City's head then they're not negotiating in good faith, it's plain and simple. I would have to assume that this negotiation process for this rezoning would have to go all the way through the Planning Board and any stipulations that they would put on and if the Planning Board turns them down then the 142 acres is out of the ballpark also. I think plain and simple it's called dirty pool and I strongly suggest to you that you vote this down on that simple fact...they're not negotiating in good faith. Thank you.

Janet Reilly, VP of Oak Brook Condo Assoc., Northbrook Drive, Manchester, NH, stated:
We're a 192-condominium development. We got wind of this last Wednesday...our Board met that evening...from the paper. Our concerns to make it quick are as previously mentioned with schools, fire, sewage...and our biggest concern at this moment is traffic. Oak Brook sits at the foot of Hackett Hill Road. If you came down Hackett Hill Road and you didn't stop you would drive right into some of our buildings, which somebody has done in the past. If you go out of our building and you take a left it takes approximately a mile and a quarter to get to 293 and if you go the other way it's about a mile and a quarter to get to 93 and maybe a quarter of that goes into Hooksett. As you come off 293 heading towards Oak Brook you start with NH Technical College, then you come to Washington Estates that has 800 units, you come to the Intervale Golf Course that has a lot of traffic going in and out, you come to Regency West which is a new building, it's 55 units, you come to our units which are 192 units and go on to Sundance which I believe it's 55 units, go to Greenview which is about 320...you go up Hackett Hill Road to Countryside Village and have 448 units as well as Hillcrest Terrace. This comes down to at least 1,500 cars minimum at peak traffic times during the day in the morning and evenings, that's a minimum. To get out of our complex going south getting into Manchester you sit there and wait. The concern is that there is only one way in and one way out and going up Hackett Hill Road is the only way to get in and out to this area of development. If in fact it is rezoned which I think there does have to be a lot more consideration before it is rezoned, if it is should there not be a secondary road even during the time of development that is not flowing out to 3A out to Front Street in that section.

John St. Hilaire, 99 Murphy Street, Manchester, NH:

Did not speak.

Verna Cahill, 508 Northbrook Drive, Manchester, NH, stated:

I've had experience with conservation for 18 years, so I have a lot of questions to ask. First of all, it seems to me that the people who are planning on building this area are well aware that this is a fragile area of wetlands and the easiest thing and the fastest way they could find out whether or not it would be economically profitable for them is to get an Environmental Impact Statement. I haven't heard a word said about that and this is the beginning, the Planning Board and the Zoning Board then could make the decisions on other aspects, but if you can't build a certain place that will tell you. Now, with the wetlands up there I was talking briefly to the gentleman who was showing the maps tonight and I asked him about the buildings. I noticed here it said that the buildings would be three story buildings in the center of the project and the apartment buildings would be surrounded by ponds and wetlands. Well I know what the contractor is planning on doing is using the ponds and the wetlands for runoff from the roofs and for the areas that are no longer spongy to hold water and if that is so those ponds and little brooks will become contaminated by road salt, by oil from the parking areas, from the fertilizer on the lawn and so on and so forth. It will be a cocktail that will be going into these and then we have groundwater that will continue with the rest of the wetlands around the area and there is no way that you can prevent that from being contaminated. I think this is a very important issue to consider. This is a very fragile area and very important for the town. Something beautiful could be done here and could be created as one of the most important natural public relations things for people to come from miles around to see what was going on because we have something very unique here. All we have to do is protect it. We don't have to plant it. We don't have to rebuild it. We don't have to put in sewage. All we have to do is protect it and you will get your taxes much easier that way. Another question I would like to ask is the gentleman said that the price is all set up for the road construction, etc. Where did he get the information? I would like to know. Did he consult anybody in the department regarding what these things would cost? Is he aware that most of the drainage system that we have here in Manchester...the pipes are just about as tight as they can be to take care of the existing drainage now. What are you going to do have big pipes up here and how to you connect a big pipe with a little pipe? Guess what? It will get plugged. These are some of the impacts that people aren't thinking about. A little girl wrote an article that I think is marvelous. She said conservation is what you eat and what you wear and where you live and if you don't, you won't.

Mr. MacKenzie stated I was going to go back and discuss again the proposed rezoning related to the Shaw's project. I will not put the rezoning map back up or discuss it too much because you have that in your package, but I did want to talk briefly about what the proposed project looks like. The core of this project, again, on the southerly side you can see this edge is South Willow Street. You have Linguard, currently Loring Street and right in this vicinity is A-Market just to orient you. The keystone of this particular project is a retail store of 70,000 square feet that is intended to be a Shaws. In total there are several other out buildings totaling close to 180,000 square feet of building floor area. We have one retail building attached, which may be two-

story, two smaller out retail buildings and even smaller ones, roughly 2,000 square feet and 1,000 square feet, a new retail building adjacent to A-Market and then three other buildings, which would be constructed...I believe those three other buildings, however, are businesses currently located in this area. The applicant would be able to identify how many properties are being put together to make this project work. There are perhaps at least a dozen properties that they are trying to gain. One of the issues that came up at the last meeting that will probably be discussed again tonight is the access point out to Spring Garden connector. We have been reviewing that with the applicant. The applicant under questioning at the last hearing indicated that that access point out near South Beech was critical to the main tenant of this particular project. We continue to review with the applicant that particular access as well as some of the possible off-site traffic fees that may be required. That is all of the discussion that I have. I would be happy to answer any questions. I know the applicant is here to more specifically go over this proposal.

Alderman O'Neil asked Spring Garden is currently an eastbound street, correct.

Mr. MacKenzie answered yes. It is one-way eastbound.

Alderman O'Neil asked what happens to Spring Garden under this proposal.

Mr. MacKenzie answered under this proposal it would be a little bit unique. If I could just turn this project a bit here, under the proposal there would be a two-way access out from the project parking lot along the old B&M railroad right-of-way for a portion of it. You can see the right-of-way extends considerably southerly all the way past Gold Street. The proposal as I understand it would make a portion of the Spring Garden connector two-way right here so people driving out of this project would come to here, take a left and then another left onto South Beech. The balance of the Spring Garden connector would be one-way from there out to South Willow Street.

Alderman O'Neil asked are there currently lights at Spring Garden and South Willow Street.

Mr. MacKenzie answered yes but there are none here at South Beech and Spring Garden.

Alderman O'Neil asked any idea ballpark what the distance is from that left-hand turn to South Beech Street.

Mr. MacKenzie answered it is very short. It is less than 100 feet. It is a relatively short distance from right here to South Beech Street. As you can see it is probably two or three cars at most stacking distance from here out to South Beech.

Alderman O'Neil asked has there been a discussion about a signal at that intersection or does the volume of traffic not demand that.

Mr. MacKenzie answered we discussed, just because of the awkward nature of the intersection, we discussed the possibility. They are working on a traffic impact study, which is likely going to be available within the next two weeks I believe and we will be able to determine better whether signals would be required. We have discussed the fact that this could be slightly awkward. They had originally shown a plan that brought the connector directly across this property to South Beech and again there have been continued concerns. We had expressed some concerns to the applicant about that access on South Beech because of potential traffic generation on an already relatively busy residential street.

Alderman O'Neil asked the proposed design here allows for the rails to trails if that moves forward.

Mr. MacKenzie replied yes. You can see here that they would actually be proposing a sidewalk along here that would stop right here but it is a wide right-of-way. This right-of-way is roughly 100 feet wide from here to here. There is room for trails. There is even room for potential light rail connection in that corridor.

Alderman Pariseau stated Bob at the last public hearing I think it was Billy Dodd who made mention of the fact that the rezoning out to Beech Street rather than within the property boundary there east of the railroad tracks. Is that still the proposal?

Mr. MacKenzie replied yes. We had shown the line as going to the centerline of the railroad tracks. Typically we try to use the centerline of right-of-ways just because it makes changes easier. The Board could retract that and I do not believe the applicant would have a problem; retract it back to just the edge of the right-of-way so that none of the right-of-way would be rezoned. The Board does have the option, I think, to contract that back if they so wished.

Alderman Lopez stated I have had some calls from people on Beech Street. There is no way to make that a one-way in or out?

Mr. MacKenzie replied we have discussed that recently with an applicant...the potential for making that a one-way in. They have not committed. I know they were intending to discuss that with their major tenant. I do not know if they have. Again, the major tenant has said that access to South Beech is absolutely critical to the project. We have discussed the option of a one-way in.

Alderman Lopez asked has there been a meeting with the neighborhood down there.

Mr. MacKenzie answered not to my knowledge unless the applicant has held a meeting. The applicant will be able to speak to that.

Alderman O'Neil asked is that the only way to get access out to Spring Garden. It just doesn't look right to me and maybe this question would be more appropriate for the developer.

Mayor Baines called for those wishing to speak in favor or opposition to Item 2 relating to Faltin Avenue/Donovan Spring property off of So. Willow Street.

Gene Beaudoin, Manchester stated:

Let me talk about the existing uses that are there today and try to explain how this got to the situation it is in. Shaw's Supermarket came to us, and we have developed a number of Shaw's Supermarkets around New England, they came to us and asked if we could find a location at approximately this spot on South Willow Street and they have been in this hunt for about 10 years. We came up with this 11 parcel assembly in order to be able to come up with a development that is large enough to support their use, as well as the ancillary retail that they require in a shopping center. As you know, this property currently has zone lines...currently the zone line that we are talking about bifurcates A-Market property right here so at the front of their property currently in these two zones and this is an industrial zone, Wayne Goley's property, which is American Towing which is where Retail-A is for us is also bifurcated so that his automobile repair use is allowed in the front of his property, but not in the back of his property. The Donovan Spring property, which is the remainder of the property along the back of this entire project, is in fact...the zone line runs right along here and splits the Donovan property. All three of these land owners would like to have the land be all under one zoning label regardless of what happens with this project and there are representatives here from Donovan Springs, as well as A-Market to confirm that for you tonight if you wish. The assemblage basically started with the Donovan Spring property, which is the large piece at the top and then we worked our way down the street here so that we first talked with the Tire & Battery fellow that is out there but that is no longer occupied so that no longer has a name. We have that under contract. The next property in is Sterling Auto Repair. The next property in is Precision Auto Repair. Now those two uses are in the B-2 zone and are not allowed in the industrial zone and we are relocating them to those two buildings up there. Wayne Goley's property, American Towing, which sits right here where today he can do automobile repair in the front of his building but not in the back, we are putting him in the long building at the top. Now in order to do those three uses we would have to get a conditional use permit from the Planning Board. We are trying to kill a couple of birds with one stone and not have to get conditional use permits for those three new buildings...for those three existing uses and to eliminate the bifurcated properties of A-Market, the Wayne Goley's American Towing and the Donovan property. That is the goal. I think the questioning around the access over the railbed is important but I want to do a precursor to tell you what the process is that we are in the middle of because it is a little different than the one of the other applicant that was here tonight. We currently have a discussion meeting planned for the Planning Board on the 20th of September. That will be the first public airing of our project. After that time there will be a public hearing in October, probably a second public hearing and then a vote of the Planning Board. In addition to that, we will be coming back to this Board both for the road closures because as you can see

there are some road discontinuances as well as official permission for granting of that easement. That easement is designed in accordance with the NH DOT railroad division. They have granted that design as one they would approve. Kevin Dillon of the Airport has said that he would follow the lead of Bob MacKenzie and the Planning Board who are giving their blessing to it. So you get another bite at the apple on that issue on another day. One other correction is what you see next to that roadway right now is, in fact, already a 10' wide bike rail. We are building our section right along the bike trail to start with on the assumption that someday Manchester will probably build a bike trail the entire length of it. Does that help?

Alderman O'Neil replied it does. I guess my question is that left turn out onto Spring Garden. Did I understand that you have a traffic study going on?

Mr. Beaudoin responded Vaness & Associates is, in fact, in the middle of their traffic study. It is a very complicated traffic study because it has to review all of the existing trips on these 11 parcels. That data collection process plus the new counts both on South Beech, as well as on South Willow have been completed but the actual study has not been completed. We don't actually know the geometry that we are proposing either for the entrance on South Beech or for South Willow yet and we won't see that probably until sometime after Labor Day with a study to follow shortly thereafter. Let me answer a little more of your question though. Shaw's Supermarket has said that they will not do this project unless there is egress in and out on South Beech. Now last week we took this to them and said does this work as well as having direct access on South Beech and they said yes. We have yet to hear from Vaness that this works. So we are a little bit up in the air but as I said you will get a second bite at this apple. Their goal with this traffic alignment is to take the person who lives on South Beech and rather than to put them on Spring Garden to make a right hand turn and a right hand turn to get into the shopping center and then to make a left hand turn and a left hand turn and a left hand turn to get back onto South Beech does two things. It makes the grocery shopping trip more convenient and it keeps people off of South Willow Street. That was their goal with this rear access point and that is why they view it as crucial. As I say, you get a second bite at that apple when we come back.

Alderman O'Neil stated just to make sure I understand because I guess I missed it the first time, that little connector is two-way.

Mr. Beaudoin replied that is correct.

Alderman O'Neil asked it is not two lanes exiting; it is in and out.

Mr. Beaudoin answered it is just in and out.

Alderman Pariseau stated at the meeting you had with Shaw's on Wednesday or Thursday did you bring up the situation of the possibility of just having Spring Garden as an entrance and not an exit.

Mr. Beaudoin replied we did raise that question and there is an interesting ongoing debate in all supermarket headquarters about whether it is important to give the customer the trip to your store or the trip to your store and back home. Most supermarkets would say and I come out of the supermarket business. That is my background and that is where I spent a lot of my professional career. Most supermarkets would say that they want to get the customer there and they don't really care whether or not they get back. Shaw's position is they want the customer to get there and they want them to get home as conveniently as he or she has arrived. To that end they have said to us continue to assume that this has to be two-way.

Alderman Pariseau stated but if it was limited to one-way as an entrance, the people in the vicinity of the shopping center who live on South Beech Street would have an easier time getting in there and they would have to go to one set of lights down to Alpheus.

Mr. Beaudoin replied that is correct. You would increase the length of the queue at the stop light here so that they are in that line and then they are in the next left hand turn off of South Willow and then they are in another left hand turn to South Beech Street as opposed to going directly out to...

Alderman Pariseau interjected I think I am looking at the potential of having South Beech, which is a residential area, become another South Willow with all of the traffic coming in from 293 and wherever. We are going to negatively impact that entire neighborhood.

Mr. Beaudoin replied I think when you see the traffic study you will realize that there is nobody that is going to come from 293 to the supermarket, not the least of the reasons is that there is a new Stop & Shop that is going to go in the Caldor Plaza in Bedford.

Alderman Pariseau stated they do that now. They come off of 293 and come up South Beech and down Gold Street.

Mr. Beaudoin replied I guess the question is going to be for the traffic engineer but the Shaw's people don't believe anybody would come that distance to shop in their supermarket. They don't believe their supermarket has that kind of trade area.

Mayor Baines asked so they don't think that it is going to attract people from that distance.

Mr. Beaudoin answered absolutely not.

Alderman Lopez asked am I hearing you correctly that the project is a no go or is their wiggle room along what Alderman Pariseau is saying about coming in and out of South Beech Street. Are you still negotiating that?

Mr. Beaudoin answered they said to us in no uncertain terms that they want to be able to have their customer get there and get home conveniently.

Alderman Vaillancourt stated I will use myself as a guinea pig to verify what Alderman Pariseau said. I live south of the Airport. If I were to come to your store, I would come up South Beech Street and go onto Spring Garden and go back home the same way. I don't see anything wrong with that and I would indeed do it rather than go to the current supermarket.

Mr. Beaudoin replied one of those things that happens when you bring a competitor to the marketplace is a general lowering of prices and a general sharpening of the marketing strategy of all the stores in the marketplace. I am not going to speak for Hannaford because that is not my job but one of the things you will see is you will see their prices come down and you will also see them sharpen their merchandising to cut you off before you get to that Shaw's store.

Alderman Vaillancourt responded well I am willing to be negotiated with.

Kirk Rawson, 125 Loring Street, Manchester stated:

I am here as a representative of A-Market Natural Foods located at 125 Loring Street. I am here simply to state as Mr. Beaudoin already mentioned that the current zoning line runs right through the middle of our property prohibiting us from using the last 1/3 for expansion or any purposes that we might need in the future. We are here just to state publicly that we are in favor of rezoning this property at this time.

John St. Hilaire, 99 Murphy Street, Manchester stated:

I am the self-professed chairman of the Rails to Trails Committee that is working with VHB and with Ron Johnson and a few other people to create the railbed as a trail. My concern doesn't stop at the trail. It is a nice gesture to add a 10' right-of-way along what is going to become an extremely busy roadway for more foot traffic. The concern is where that traffic is going to come from, where it is going to get there and how it is going to get there. The rezoning of the property is really not an issue. South Willow Street is commercial. I don't believe that anybody has a problem rezoning that property commercial up to the property line. Including the right-of-way is wrong. That now expands your commercial presence closer to the residential area. Right now that railbed is a buffer. Traffic is already an issue on South Beech Street and on many of the side streets that are there. You take that entrance and again I am not quite sure about the prospectus of a Shaw's and what their traffic count requires on a 75,000 square foot food store but I am willing to bet that it is in excess of 2,000 cars a day. Right now, South Willow Street is not an issue. South Willow Street is not congested at that end. It does not back-up. Traffic is not an issue at that end of South Willow Street. The traffic becomes an issue when you get beyond Bradlees. Between Bradlees and Gold Street is where the issue is on South Willow Street with traffic. There is no reason whatsoever to bring more traffic to yet another residential area. The whole premise that you need that rear access from Shaw's point of view I believe is

very self-centered. That is hands up. That is a foot up. You don't have to get to South Willow Street to come to my store, to come to my mall to come and shop and everybody that doesn't have to go on South Willow Street won't go on South Willow Street. The premise is if you can't handle any more traffic on South Willow Street then stop building on South Willow Street. Do not encroach on any more of the residential areas. You have already gone far enough. The people who live on the dead ends and who live along the railbed chose not to purchase their homes on South Beech Street because of the traffic count so now you are going to come in the back door and increase the traffic count in the back door. The people who live on the side streets like Presidential Road and Gold Street and Sewall Street and Ross Avenue, any of that area, when they purchased their homes they purchased their homes because they liked the location but it did not include heavy traffic. To take this kind of construction and this kind of a mall...look at the frontage you have on South Willow Street. You already have two entrances on South Willow Street that already have lights. There is access there for a third one. Well, U-Haul might not have lights there but they could easily be put there. That property borders and comes out by the U-Haul, goes out and comes up by D'Angelos as well. You could have another entry there. You could actually have three curb cuts there coming out onto South Willow Street allowing access to this plaza. There is absolutely no reason to invade the residential area. None whatsoever. Pinardville Shaw's. The Goffstown Plaza. One entrance and one exit. Not an issue. Alexanders or Shop n' Save built in Pinardville a couple of hundred yards down the road has one entrance and one exit. On John Devine Drive they opened up the back but it can survive. One entrance and one exit. This whole plaza has the ability to have three exits onto South Willow Street, a street that was designed for commercial traffic and has been enhanced to handle the traffic that is on there. You cannot enhance South Beech Street anymore. When we did our rail study and we did have engineers walk the whole rail, that area where they are coming out onto Spring Garden Street, that is a hazardous area and that was considered an area that we had to work on for foot traffic because of its proximity and because of the curb that comes into South Beech Street. Now you want to put an exit...you actually want to put two lanes of additional traffic to go in and out? It is absurd. There is absolutely no reason for it. You know what? People who have to come down to Spring Garden Street and take a right and take a right to go in and shop and then come out and take a left and go down a little further and take a left and take a left utilize the streets that are made to handle traffic. There is absolutely nothing in the world wrong with that. Don't bring the pollution, the congestion and the noise level to the residential areas. You don't have to do it to make this succeed and the reason that Shaw's wants to do this to make it succeed is because it gives them a foot up. You do not have to hit a commercial street to come to our store. That is the bottom line. Avoid South Willow Street at all costs and if that means decimating our area on the residential then so be it but you can avoid South Willow Street. The problems that you have right now on Gold Street, on Sewall Street and on Presidential Road are going to be the same problems when you open that up that you are going to have on Mitchell Street, on Flint Street, on Dewey Street, on Wilmot, on Cameron, on Titus Avenue. Those are all of the streets that connect Calef Road to South Beech Street and the only street out of all the ones that I just named that is remotely wide enough to carry two lanes of traffic consistently and heavily is

possibly Mitchell Street. Flint Street can't handle it. It is not wide enough. Dewey Street can't handle it. It is not wide enough. Where is that traffic going to come from? The people coming down Calef Road. The people that live on South Elm. The people who live in the South end of Manchester are not going to have to go down Queen City Avenue to get to the plaza. They are going to come down the old Brown Avenue, up Baker Street and take a left onto Mitchell and a left onto South Beech and that is how they are going to go. Yes, it is a little bit longer but you know what I am going through a residential area and I am not going through a ton of traffic. I don't have to hit Queen City Avenue and go through the lights on South Willow Street or the lights on South Elm. That is the issue here. There is no rear entrance that is needed to this mall. They have everything they need right from South Willow Street – all of the entrances, all of the exits, all of the commercial traffic that they could ever want is there. Thank you very much.

Diane Connell, 358 Mitchell Street, Manchester stated:

In order to put in an addition to my home, which needs a variance, my neighbors need to be notified by certified mail in case we are infringing on their rights. Unfortunately a large project such as this is going to affect a whole neighborhood but none of us received certified letters regarding what was happened. It amazes me how often in the past year I have heard developers buy their way into what they want. If you do this, we will give you this much money. If you can't do this then we won't build the project. It feels like I am sitting at my husband's Monopoly tournament every year where they bargain back and forth. In last Friday's *Union Leader*, Northeast Utilities indicated that they were distributing grants of \$250 to \$1,000 to community groups for the preservation or upkeep of the community environmental areas. The deadline for these grant applications is October. It is interesting that they would be providing grants to preserve the environment and then turn around and allow a large corporation to come in, cut down trees and put in a paved road just to access a grocery store, especially when this portion of the land was in the process of being developed into a recreational area stretching 2.9 miles from the Airport to the center of Manchester. As you are aware, the engineering work of this project is in the process of being completed and probably some of you have seen it. The dream plan is to have a paved bicycle walking trail with trees and landscaping on each side of the trail for families to run, jog, walk and bike in safety and in a fairly unpolluted area. The old railroad bed that runs from the Airport to the center is an ideal location for such a facility. It goes along the Nutt's Pond area for picnics and connects along the way to many existing retail facilities such as restaurants and ice cream shops. Opening Loring Street for access to South Beech Street will cut into a portion of this trail for no reason at all. Any access to a commercial facility can be done via South Willow Street, which the City has already developed to handle traffic for the commercialization of this area. If South Willow Street has been maxed out and cannot accommodate any more traffic, then any further commercialization in the South Willow Street area should be curtailed. I would love to see Shop n' Save have some competition, however, not at the expense of creating another Gold Street area at the north end of South Beech Street. Connecting South Beech to Loring will create more traffic on South Beech and inevitably onto Mitchell Street, which goes all the way down to the river. The gentleman doesn't seem to think that there will be much traffic on South Beech Street but when they do the

impact study I suggest that they camp out there for a couple of months and see what it is really like. In reality people are going to come across the Queen City Bridge, take a right on Brown Avenue to Mitchell Street and take Mitchell all the way to South Beech Street in order to avoid the lights on Elm Street and the corner of South Willow and South Beech. You will eventually have to install a traffic light at the corner of South Beech and Mitchell for the traffic from Mitchell Street to enter into South Beech. It will become another Nightmare on Gold Street. Don't create such a nightmare. Keep the traffic on South Willow Street. As you can plainly see, they have three good entrances to the area, which was designed to accommodate all of this commercialization. Thank you.

Eleanor Chauvette, 349 Mitchell Street, Manchester stated:

Diane, my neighbor, said everything that I wanted to say but I just wanted to ask you why some of these companies coming in don't use some of the buildings that are empty. I think Caldor's is empty now and I think Bradlees is empty. Can't they make a shopping center out of that or enlarge it and do something and come out right onto South Willow instead of trying to make new accesses and opening up...I live on the dead end section and I have lived there for 36 years. We have planes practically landing on our head. We have to completely redo our house and put in windows that I am very upset about but I am going to let them do it and now they want to put a road at the end of my street and have more traffic coming in and out and more noise and if they think that people don't use South Beech now, I can't even tell you how many accidents are on that corner of South Beech and Mitchell Street. There are a couple every summer. My neighbor got killed there. It is a very busy section now and if we have this new store come in and I am for new stores but can't we use some places that are already available that people have moved out of. Can't you just fix it up and enlarge it like you did at the mills? I am just here to say that I am opposed to it. Thank you very much.

Bruce Connell, 358 Mitchell Street, Manchester stated:

A lot has already been said and I just want to go on record as being opposed to any further development at that end of South Willow Street where it intersects at South Beech Street. I would ask that the Aldermen and members of the Planning Board do like some juries do. Just go over there and visit the site and take a look at it and then think about what was said tonight by the planner and realize how ludicrous it actually is. There is not much room down there to deal with and being a member of the Rails and Trails Committee we walked it and that was our biggest concern. As a matter of fact, one of the plans is that we are going to try to skirt around it or go somewhere else because it is that dangerous. The other thing I would like to mention is that we are serious about this Rails and Trails. We do have a blueprint that is in the process of being made and we do want to present it to the Aldermen and the Planning Board when it gets completed in the next few weeks and we would ask that serious consideration be given for that to allow us to present what we would like to see Manchester have rather than the planners.

Alderman O'Neil asked, Sir, are you opposed to the rezoning or just the exit and entrance out to South Beech Street.

Mr. Connell answered I am opposed to rezoning because if you go and put commercial in there it is just going to bring stores in eventually and draw more traffic. I am opposed to more traffic. The industrial zone does not draw as much traffic as commercial does. They are my neighbors at Donovan Spring and they don't make noise and I don't have any problem with them. I would rather have that than the cars going by.

Candace Harrison, 358 Mitchell Street, Manchester stated:

I just want to say that I am opposed to any further development that directly impacts the residential area that I live in.

Jim McLean, 19 Cottage Road, Manchester stated:

Personally I lived on West Mitchell Street for a year and I know what it is like trying to come out onto Calef Road and the Brown Avenue connection over to Mitchell Street. It is insane already without any added retail that is thrown in there. I know exactly what the people at the end of the street are talking about. I have almost been hit there a couple of times when I lived on West Mitchell. I would try to get over to South Willow and, your Honor, I know that you live in that area as well. Even just when I was trying to pop down to the little convenience store on South Beech Street, that is a tiny road that runs past the cemetery both ways and that is already packed with traffic all day long. When I was working at TV 50 I had an afternoon shift and at 10 AM or 11 AM I would have to wait sometimes five minutes just to pull off onto South Beech just to be able to head south. Now when I try to get onto South Beech when I am on a swing shift, even coming up just trying to get across I usually have to take Calef Road north and then bang around to get to the other side. Gold Street and South Beech was the easiest way for me to get around from that part of town and if you have more commercial in there, the people who live there are going to have a very hard time.

Alderman Vaillancourt stated on this other hearing that we had tonight we were asking all of these questions of the people. I did have a letter that was delivered to us from a Bill Larkins. Should we get this for the record? It seems that he is part of the group of Rails and Trails people who is for this. I would just like to express a compliment. I used myself as a guinea pig earlier and I would just like to say that if there were not that back access from South Beech, I would still go to the store. I would simply, from my home south of the Airport, come all the way up South Beech, take a right onto Spring Garden, another right onto South Willow and go in that way. It wouldn't make my trip on South Beech Street any less for you and regarding this comment that people would come over the Queen City Bridge and go on Brown Avenue and up Mitchell Street, I don't know why anybody would want to do that. I would think that the thing to do if you were coming over the Queen City Bridge would just be to go onto South Willow. I don't mean to be argumentative but it seems to me that as I said the last time we had this hearing this would actually lessen the problem of the traffic in the Gold Street area. I don't understand it is what I am saying.

There being no further business to come before this special meeting, on motion of Alderman O'Neil, duly seconded by Alderman Cashin, it was voted to adjourn.

A True Record. Attest.

City Clerk